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8  
9 **UNITED STATES BANKRUPTCY COURT**  
10 **CENTRAL DISTRICT OF CALIFORNIA**  
11 **SANTA ANA DIVISION**

12 In re:

13 THE LITIGATION PRACTICE GROUP,  
P.C.,

14 Debtor.  
15  
16  
17  
18  
19  
20  
21

Chapter 11

Case No. 8:23-bk-10571-SC

**NOTICE OF APPLICATION AND  
APPLICATION FOR ORDER  
AUTHORIZING EMPLOYMENT OF FORCE  
TEN PARTNERS, LLC AS FINANCIAL  
ADVISOR TO THE OFFICIAL  
COMMITTEE OF UNSECURED  
CREDITORS, EFFECTIVE AS OF  
SEPTEMBER 18, 2023; DECLARATION OF  
ADAM MEISLIK AND STATEMENT OF  
DISINTERESTEDNESS IN SUPPORT  
THEREOF**

*[No Hearing Required Pursuant to LBR 9013-  
1(o)]*

**NOTICE OF APPLICATION**

**PLEASE TAKE NOTICE** that the Official Committee of Unsecured Creditors (the “Committee”) of The Litigation Practice Group, P.C. (the “Debtor”), in the above-referenced bankruptcy case (the “Bankruptcy Case”) pending under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”),<sup>1</sup> hereby submits the attached application (the “Application”) for the entry of an order, substantially in the form attached to the Application as **Exhibit A**, authorizing the retention and employment of Force Ten Partners LLC (“Force 10”) as financial advisors for the Committee, effective as of September 18, 2023 (the “Effective Date”), pursuant to § 1103(a), Rule 2014 the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2014-1 of the Local Bankruptcy Rules for the Central District of California (the “Local Rules” or “LBRs”).

**PLEASE TAKE FURTHER NOTICE** that, as set forth in LBR 2014-1(b)(3), the Committee states as follows concerning the basis of the Application:

**LBR 2014-1(b)(3)(A)**

**Identity of professional and the purpose and scope for which it is being employed**

The Committee seeks to retain Force 10 to provide financial advisory services, restructuring services, and certain other related services.

**LBR 2014-1(b)(3)(B)**

**Whether professional seeks compensation pursuant to 11 U.S.C. § 328 or 11 U.S.C. § 330**

The Committee seeks to employ Force 10, pursuant to § 1103. Force 10 will seek approval of its compensation and reimbursement of its expenses, pursuant to §§ 330 and 331.

**LBR 2014-1(b)(3)(C)**

**Background and arrangements for compensation**

On the Effective Date, the Committee retained Force 10 to provide financial advisory services, restructuring services, and certain other related services. No party provided Force 10 any retainer and the Committee does not seek authority to pay or cause the Debtor to pay any retainer to Force 10.

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<sup>1</sup> Unless otherwise set forth herein, all references to “Section” or “§” refer to a section of the Bankruptcy Code.

**LBR 2014-1(b)(3)(D)**

**Compensation and reimbursement rates**

Force 10 will charge for its services at an hourly rate measured in increments of tenths of an hour. It will also seek reimbursement of its expenses. Force 10's current hourly rates are \$950 to \$225 per hour, subject to adjustment (with notice to all parties and subject to the approval of the Court if objected to) on January 1, 2024, and each first day of January thereafter. Force 10 has agreed to cap its rates to \$850 per hour for Partners who ordinarily bill at \$850-\$950 per hour until January 1, 2024. Force 10 will be entitled to reimbursement of reasonable out-of-pocket costs incurred in its services to the Committee, subject to any limits to such reimbursements applicable to chapter 11 cases in the Central District of California.

**LBR 2014-1(b)(3)(E)**

**Fee statements and applications**

Force 10 will file appropriate interim fee applications and eventually a final fee application, seeking final allowance of all fees and costs, in conformity with the requirements §§ 330 and 331. Force 10 understands that its compensation in the Bankruptcy Case will be subject to the approval of the Court.

**PLEASE TAKE FURTHER NOTICE** that the Application is based upon this notice and application, the *Declaration of Adam Meislik and Statement of Disinterestedness* (the "Meislik Declaration") annexed to the Application, the papers and pleadings on file in this case, and such other evidence as may be presented to the Court. A copy of the Application is appended hereto.

**PLEASE TAKE FURTHER NOTICE** that the Committee is requesting that the Court approve the Application without a hearing as provided for in LBR 9013-1(o), unless a party in interest timely files and serves a written opposition to the Application and requests a hearing. Pursuant to LBR 9013-1(o), any party who opposes the Motion may request a hearing on the Motion. The deadline to file and serve a written opposition and request for a hearing is 14 days after the date of service of this notice, plus 3 additional days if you were served by mail or pursuant to F.R.Civ.P. 5(b)(2)(D) or (F) (the "Opposition Deadline"). If you timely file and serve a written opposition and request for a hearing,

1 the Committee will file and serve a notice of hearing at least 14 days in advance of the hearing. [LBR  
2 9013-1(o)(4)]

3 **PLEASE TAKE FURTHER NOTICE** that, if you fail to comply with the Opposition  
4 Deadline: (i) the Committee will file a declaration to indicate (a) the Motion was properly served, (b)  
5 the response period elapsed, and (c) no party filed and served a written opposition and request for a  
6 hearing within 14 days after the date of service of the notice [LBR 9013-1(o)(3)]; (ii) the Committee  
7 will lodge an order that the Court may use to approve the Application; and (c) the Court may treat your  
8 failure as a waiver of your right to oppose the Application and may approve the Application without  
9 further hearing and notice [LBR 9013-1(h)].

10 Dated: September 19, 2023

**FOX ROTHSCHILD LLP**

11 *By: /s/ Nicholas A. Koffroth* \_\_\_\_\_

12 Keith C. Owens

13 Michael A. Sweet

Nicholas A. Koffroth

14 Counsel to Official Committee of Unsecured  
15 Creditors

**APPLICATION**

The Official Committee of Unsecured Creditors (the “Committee”) of The Litigation Practice Group, P.C. (the “Debtor”), in the above-referenced bankruptcy case (the “Bankruptcy Case”) pending under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”),<sup>2</sup> hereby submits this application (the “Application”) for the entry of an order, substantially in the form attached hereto as **Exhibit A**, authorizing the retention and employment of Force Ten Partners LLC (“Force 10”) as financial advisors for the Committee, effective as of September 18, 2023 (the “Effective Date”), pursuant to § 1103(a), Rule 2014 the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2014-1 of the Local Bankruptcy Rules for the Central District of California (the “Local Rules” or “LBRs”). In support of the Application the Committee submits the attached *Declaration of Adam Meislik and Statement of Disinterestedness* (the “Meislik Declaration”) and respectfully states as follows:

**I.**

**FACTUAL BACKGROUND**

**A. General Background**

On March 20, 2023 (the “Petition Date”), the Debtor filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code.

On May 4, 2023, the Court entered an order [Docket No. 58] appointing Richard A. Marshack (the “Trustee”) as chapter 11 trustee in this Bankruptcy Case.

On July 3, 2023, the Court entered an order [Docket No. 169] approving the employment of Grobstein Teeple LLP as accountants to the Trustee. The scope of Grobstein Teeple LLP’s role as accountant is as follows: (i) obtain and evaluate financial records; (ii) evaluated assets and liabilities of the Debtor and estate; (iii) evaluate tax issues related to the Debtor and estate; (iv) prepare tax returns; (iv) provide litigation consulting, if required; (v) provide accounting and consulting services requested by the Trustee and his counsel; (vi) review and examine any/all of the Debtor’s books, records, and accounts; and (vii) review and analyze the scope and extent of the Debtor’s assets, liabilities, and business operations. *See* Docket No. 169 at 3.

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<sup>2</sup> Unless otherwise set forth herein, all references to “Section” or “§” refer to a section of the Bankruptcy Code.

1 On June 13, 2023, the Trustee filed a motion [Docket No. 102] for the approval of  
2 reimbursement procedures for counsel to a proposed *ad hoc* committee of consumer claimants. On June  
3 27, 2023, the Court entered an order [Docket No. 151] approving a stipulation [Docket No. 149]  
4 voluntarily dismissing the ad hoc committee motion in light of the appointment of the Committee and  
5 the agreement that a majority of the Committee's members will remain consumer claimants.

6 On June 23, 2023, the Office of the United States Trustee (the "UST") appointed [Docket No.  
7 134] the Committee. On June 29, 2023, the UST expanded [Docket No. 157] the Committee's  
8 membership from five to seven members. On June 29, 2023, the Committee retained Fox Rothschild  
9 LLP as counsel, which the Court approved by order [Docket No. 444] entered August 24, 2023.

10 **B. Significant Estate Recoveries Include Litigation Claims and the "Earn Out" Feature of**  
11 **the Sale of the Debtor's Business.**

12 The Trustee has identified a series of material sources of recovery to the Debtor's estate that  
13 require complex financial analysis best suited to a financial advisor.

14 On May 25, 2023, the Trustee filed a complaint [Adv. Docket No. 1] which initiated the  
15 adversary proceeding captioned *Marshack v. Diab, et al.*, Adv. Proc. No. 8:23-ap-01046-SC (the  
16 "Adversary Proceeding"). On June 15, 2023, the Trustee filed an amended complaint [Adv. Docket  
17 No. 62] in the Adversary Proceeding. As set forth more fully in the Amended Complaint, the Trustee  
18 alleges a series of avoidance and turnover claims premised on a complex effort by the defendants to  
19 improperly siphon away the Debtor's assets prepetition. The Adversary Proceeding remains pending  
20 as of the date of this Application. In the Trustee's most recent status report [Docket No. 367], the  
21 Trustee confirms that he is "actively negotiating settlements of various claims with several different  
22 parties [and is] soliciting input from the Committee to determine if its approval can be secured prior to  
23 filing such motions."

24 On August 2, 2023, the Court entered an order [Docket No. 352] (the "Sale Order") approving  
25 the sale of assets, pursuant to that certain asset purchase agreement (the "APA") by and between the  
26 Trustee and Morning Law Group, P.C. ("MLG"). The Purchase Price consists of a \$5.5 million deposit  
27 and a fee, calculated on a quarterly basis, granting the estate the right to varying percentages of post-  
28 closing collections depending on whether the collections relate to Active Executory Contracts or

1 Inactive Executory Contracts. *See* Sale Order, Ex. 1 (APA, § 2 at 31). The payment of the fee is subject  
2 to MLG’s right to first pay in full the \$5.5 million in financing MLG obtained to fund the deposit. *See*  
3 *id.* The sale was also pursuant to an Interim Association Agreement, which permitted MLG to  
4 immediately provide services under the Reformed LSAs, subject to the Committee’s right to “reconcile  
5 fees collected and held by [MLG] relative to the Reformed LSAs.” *See* Sale Order, ¶ 23 at 19. As a  
6 result of the ongoing calculations of fees due to the estate, and the reconciliation required of the Interim  
7 Association Agreement period, MLG agreed to comply with the requests of the Committee, and provide  
8 access to MLG’s books and records, to audit MLG’s compliance with the APA and Sale Order. *See*  
9 Sale Order, Ex. 1 (APA § 2(b) at 32).

10 **C. Any Plan in This Bankruptcy Case Will Need to Address a Series of Complex Claims**  
11 **Resolution Issues.**

12 On August 25, 2023, the Court entered a scheduling order [Docket No. 452] (the “Scheduling  
13 Order”) setting October 24, 2023 as the deadline for the Trustee file a chapter 11 plan in the Bankruptcy  
14 Case. As of the date of this Application, the claims register includes more than 800 filed claims—  
15 many by consumers—that will require detailed treatment under any plan. The Court has not yet set a  
16 claims bar date and the number of claims by unsecured creditors is expected to continue to increase.  
17 Such treatment will, *inter alia*, require an analysis of the nature of funds collected from consumers  
18 postpetition and currently held in trust by the Trustee.

19 The Scheduling Order further required the Trustee to file a report identifying instances in which  
20 consumer clients were charged multiple times in any single month on or before August 24, 2023. The  
21 Committee understands that the Court expects—and that the Trustee intends—to provide for refunds  
22 of these “double pull” claims.

23 In addition to unsecured claims, as the Court observed during the September 13, 2023 hearing  
24 concerning the Azzure Capital LLC settlement motion [Docket No. 392], the estate professionals are  
25 also analyzing the validity, extent, and priority of a series of asserted secured claims.

26 Based on the foregoing, among a number of other issues presented by this complex case, the  
27 Committee concluded that it is necessary and appropriate to employ the services of a financial advisor  
28 to assist the Committee in analyzing the complicated financial issues raised by this Bankruptcy Case.

II.

**PROPOSED RETENTION OF FORCE 10 AS FINANCIAL ADVISOR.**

**A. Force 10's Qualifications to Serve as Financial Advisor**

Force 10 is a financial advisory services firm specializing in corporate restructuring, challenged business, litigation, and other special situations. Force 10 has substantial experience providing financial advisory services for official committees of unsecured creditors and other stakeholders in chapter 11 processes, including analyzing business operations, financial modeling, operational analyses, capital raising, asset sales, serving in the capacity of financial advisor, and developing reorganization strategies.

Professionals of Force 10 working on this Bankruptcy Case have extensive experience representing official creditors' committees, debtors, creditors, trustees, and others in a wide variety of bankruptcy cases, including as (i) financial advisor to the official committees of unsecured creditors in Envision Healthcare, Serta Simmon Bedding, LLC, Stimwave Technologies Incorporated, Armstrong Flooring, Inc., BH Cosmetics, LLC, Teligent, Inc., Path Medical, LLC, Paper Source, Inc., NITROcrete, LLC, A.B.C. Carpet, Inc., Avadim Health, Inc., Alex and Ani, LLC, EHT US1, Inc. (Eagle Hospitality), Carbonlite Holdings LLC, TECT Aerospace Group Holdings, Inc., L'Occitane, Inc., Neopharma, Inc., PBS Brand Co., LLC (Punch Bowl), Francesca's Holding Corporation, Furniture Factory Ultimate Holding, LP, White Stallion Energy, LLC, Smartours, LLC, Pier 1, One Web, J Crew, Lucky's Market, Papyrus, American Blue Ribbon Holdings, LLC, BL Restaurants Holding, LLC, Destination Maternity, and Heritage Home Group matters; (ii) financial advisor to the debtors in Morgan Drexen, Tuesday Morning, South Coast Behavioral, Inc., VNA California, Thomas Health Systems, Watsonville Hospital, Synrgo, Coastal International Inc., Alpha Guardian, Sugarfina, Inc., Yogaworks, Carbonlite Holdings LLC, Cinemex Holdings USA, XS Ranch Fund VI, LP, Focus Property Group, and Superior Linen matters; and (iii) trustee in the AFT, PME Funds Inc., Faraday & Future Inc., and Aurasound matters, among others. Given Force 10's experience and knowledge, it is well qualified and uniquely able to act on the Committee's behalf in connection with the Bankruptcy Case.

A copy of Force 10's qualifications is attached as **Exhibit B** hereto.



**B. The Scope of Force 10's Services**

The Committee proposes to retain Force 10 as its financial advisor as of the Effective Date, September 18, 2023, to provide the following services to the Committee:

- (a) Evaluate and develop a plan and other strategic alternatives to maximize the value of the Debtor's estate. Force 10, in coordination with the Committee and its professionals, may recommend various plans and strategic alternatives from time to time. Force 10 shall work with the Committee and its professionals to attempt to implement such strategic alternatives ("Restructuring Efforts"), including assisting the Committee's efforts to prepare and propose a plan jointly with the Trustee;
- (b) Assist in the review and/or preparation of information and analysis necessary for the confirmation of a plan and related disclosure statement in the Bankruptcy Case;
- (c) Determine the value of certain assets, businesses, collateral, and damages derived from causes of action, including the Adversary Proceeding;
- (d) Assist and support the Committee and legal counsel in analyzing and, if appropriate, pursuing causes of action, litigation, and related settlements, including the evaluation and analysis of fraudulent conveyances, preferential transfers and other avoidance claims and recoveries;
- (e) Assist the Committee in the review of the claims reconciliation and estimation process;
- (f) Assist the Committee in negotiations with the estate's creditors and other stakeholders and in developing responses to any objections from parties in interest or other courses of action undertaken by the Committee;
- (g) Assist the Committee in analyzing reporting and audit rights set forth under the Sale Order and APA with respect to the MLG transaction;
- (h) Assist the Committee and legal counsel with the preparation of all case motions requiring financial information or analysis;
- (i) Render general financial advice, financial analytics, and modeling;
- (j) Assist in preparing a plan of liquidation and disclosure statement;

- (k) Assist with the review, classification, and quantification of claims against the estates under a plan of liquidation;
- (l) Attend meetings and assist the Committee in discussions with the Trustee, secured creditors, the U.S. Trustee, and other parties in interest and professionals hired by the same, as requested; and
- (m) Render such other general business consulting or such additional assistance as the Committee or legal counsel may deem necessary that are consistent with the role of a financial advisor and not duplicative of services provided by other professionals.

The proposed services are not duplicative of the accountancy services currently being provided to the estate by Grobstein Teeple LLP, as set forth more fully above.

**C. Force 10's Proposed Rates and Approval of Compensation**

The Committee proposes to retain Force 10 as its financial advisor as of the Effective Date, September 18, 2023, on the following financial terms. Force 10 will render services on an hourly basis, billing in tenth of hour increments. Force 10's current hourly rates are \$950 to \$225 per hour, subject to adjustment (with notice to all parties and subject to the approval of the Court if objected to) on January 1, 2024, and each first day of January thereafter. Force 10 has agreed to cap its rates to \$850 per hour for Partners who ordinarily bill at \$850-\$950 per hour until January 1, 2024. Force 10 will be entitled to reimbursement of reasonable out-of-pocket costs incurred in its services to the Committee, subject to any limits to such reimbursements applicable to chapter 11 cases in the Central District of California.

Force 10 understands that its compensation in this Bankruptcy Case is subject to approval of the Bankruptcy Court. Force 10 has not received, and will not receive, a retainer for its services in this Bankruptcy Case. Force 10 will file interim fee applications and eventually a final fee application, seeking final allowance of all fees and costs, in conformity with the requirements of §§ 330 and 331.

**D. Force 10 Is Disinterested**

As of the date of this Application, to the best of the Committee's knowledge and after consideration of the disclosures in the Meislik Declaration filed concurrently herewith, the Committee believes that Force 10, its members, and employees, are disinterested persons, as that term is defined

1 in §§ 101(14), are not connected with the Debtor, its creditors, the Committee, any other party in  
2 interest, their attorneys or accounts, or to the estate, and have no relation to any bankruptcy judge  
3 presiding in this District, the Clerk of the Court, or the United States Trustee for this District or any  
4 pers employed by the Court or the Office of the United States Trustee. Force 10, its members, and  
5 employees do not represent or hold an adverse interest with respect to the Debtor, any creditor, the  
6 Committee or its members, or to the estate.

7 Force 10 has not been retained to assist any entity or person other than the Committee on matters  
8 related to, or in connection with, the Bankruptcy Case.

9 In addition, the estate does not owe Force 10 any amounts prior to the Petition Date and, as  
10 such, Force 10 is not a prepetition creditor of the Debtor or its estate.

11 **III.**

12 **CONCLUSION**

13 The Committee respectfully requests that the Court enter an order, substantially in the form  
14 attached hereto as **Exhibit A**: (i) approving the Application; (ii) authorizing the employment of Force  
15 10 as its financial advisor, effective as of September 18, 2023, on the terms set forth above, as an  
16 administrative expense in this Bankruptcy Case; and (iii) granting the Committee such other and further  
17 relief as may be determined just and proper under the circumstances.

18 Dated: September 19, 2023

**FOX ROTHSCHILD LLP**

19 *By: /s/ Nicholas A. Koffroth* \_\_\_\_\_

20 Keith C. Owens

21 Michael A. Sweet

Nicholas A. Koffroth

22 Counsel to Official Committee of Unsecured  
23 Creditors  
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**DECLARATION OF ADAM MEISLIK AND STATEMENT OF DISINTERESTEDNESS**  
**FOR EMPLOYMENT OF PROFESSIONAL PERSON UNDER FRBP 2014**

I, Adam Meislik, declare as follows:

1. I am a Partner with Force Ten Partners, LLC (“Force 10”), the proposed financial advisor to the Official Committee of Unsecured Creditors (the “Committee”) for The Litigation Practice Group P.C. (the “Debtor”) in the above-captioned bankruptcy case (the “Bankruptcy Case”). I make this Declaration in support of the *Application for Order Authorizing Employment of Force Ten Partners, LLC as Financial Advisor to the Official Committee of Unsecured Creditors, Effective as of September 18, 2023* (the “Application”)<sup>3</sup> and for all other purposes authorized by law. Except as otherwise set forth herein, I have personal knowledge of the matters set forth in this Declaration and could competently testify thereto.

**Force 10’s Qualifications to Serve as Financial Advisor**

2. Force 10 is a financial advisory services firm specializing in corporate restructuring, challenged business, litigation, and other special situations. Force 10 has substantial experience providing financial advisory services for official committees of unsecured creditors and other stakeholders in chapter 11 processes, including analyzing business operations, financial modeling, operational analyses, capital raising, asset sales, serving in the capacity of financial advisor, and developing reorganization strategies.

3. Professionals of Force 10 working on this Bankruptcy Case have extensive experience representing official creditors’ committees, debtors, creditors, trustees, and others in a wide variety of bankruptcy cases, including as (i) financial advisor to the official committees of unsecured creditors in Envision Healthcare, Serta Simmon Bedding, LLC, Stimwave Technologies Incorporated, Armstrong Flooring, Inc., BH Cosmetics, LLC, Teligent, Inc., Path Medical, LLC, Paper Source, Inc., NITROcrete, LLC, A.B.C. Carpet, Inc., Avadim Health, Inc., Alex and Ani, LLC, EHT US1, Inc. (Eagle Hospitality), Carbonlite Holdings LLC, TECT Aerospace Group Holdings, Inc., L’Occitane, Inc., Neopharma, Inc., PBS Brand Co., LLC (Punch Bowl), Francesca’s Holding Corporation,

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<sup>3</sup> Unless otherwise defined herein, all capitalized terms shall have the definitions set forth in the Application.

1 Furniture Factory Ultimate Holding, LP, White Stallion Energy, LLC, Smartours, LLC, Pier 1, One  
2 Web, J Crew, Lucky's Market, Papyrus, American Blue Ribbon Holdings, LLC, BL Restaurants  
3 Holding, LLC, Destination Maternity, and Heritage Home Group matters; (ii) financial advisor to the  
4 debtors in Morgan Drexen, Tuesday Morning, South Coast Behavioral, Inc., VNA California, Thomas  
5 Health Systems, Watsonville Hospital, Synrgo, Coastal International Inc., Alpha Guardian, Sugarfina,  
6 Inc., Yogaworks, Carbonlite Holdings LLC, Cinemex Holdings USA, XS Ranch Fund VI, LP, Focus  
7 Property Group, and Superior Linen matters; and (iii) trustee in the AFT, PME Funds Inc., Faraday &  
8 Future Inc., and Aurasound matters, among others. Given Force 10's experience and knowledge, it is  
9 well qualified and uniquely able to act on the Committee's behalf in connection with the Bankruptcy  
10 Case.

11 4. A true and correct copy of Force 10's qualifications is attached to the Application as  
12 **Exhibit B.**

13 **The Scope of Force 10's Services**

14 5. Force 10 has agreed to provide the following services to the Committee:

15 (a) Evaluate and develop a plan and other strategic alternatives to maximize the  
16 value of the Debtor's estate. Force 10, in coordination with the Committee and its professionals, may  
17 recommend various plans and strategic alternatives from time to time. Force 10 shall work with the  
18 Committee and its professionals to attempt to implement such strategic alternatives ("Restructuring  
19 Efforts"), including assisting the Committee's efforts to prepare and propose a plan jointly with the  
20 Trustee;

21 (b) Assist in the review and/or preparation of information and analysis necessary for  
22 the confirmation of a plan and related disclosure statement in the Bankruptcy Case;

23 (c) Determine the value of certain assets, businesses, collateral, and damages  
24 derived from causes of action, including the Adversary Proceeding;

25 (d) Assist and support the Committee and legal counsel in analyzing and, if  
26 appropriate, pursuing causes of action, litigation, and related settlements, including the evaluation and  
27 analysis of fraudulent conveyances, preferential transfers and other avoidance claims and recoveries;  
28

(e) Assist the Committee in the review of the claims reconciliation and estimation process;

(f) Assist the Committee in negotiations with the estate's creditors and other stakeholders and in developing responses to any objections from parties in interest or other courses of action undertaken by the Committee;

(g) Assist the Committee in analyzing reporting and audit rights set forth under the Sale Order and APA with respect to the MLG transaction;

(h) Assist the Committee and legal counsel with the preparation of all case motions requiring financial information or analysis;

(i) Render general financial advice, financial analytics, and modeling;

(j) Assist in preparing a plan of liquidation and disclosure statement;

(k) Assist with the review, classification, and quantification of claims against the estates under a plan of liquidation;

(l) Attend meetings and assist the Committee in discussions with the Trustee, secured creditors, the U.S. Trustee, and other parties in interest and professionals hired by the same, as requested; and

(m) Render such other general business consulting or such additional assistance as the Committee or legal counsel may deem necessary that are consistent with the role of a financial advisor and not duplicative of services provided by other professionals.

6. I have reviewed the application and order authorizing the employment of Grobstein Teeple LLP, as accountant to the Trustee, and believe that the scope of services proposed to be provided by Force 10 to the Committee are not duplicative of the accountancy services currently being provided to the estate by Grobstein Teeple LLP.

#### **Force 10's Proposed Rates and Approval of Compensation**

7. The Committee has requested that Force 10 be retained as the Committee's financial advisor as of the Effective Date, September 18, 2023, on the following financial terms. Force 10 will render services on an hourly basis, billing in tenth of hour increments. Current hourly rates are \$850 to \$950 for Partners, \$495 to \$650 for Managing Directors, and \$225-\$600 for Directors, Associates

1 and Staff. Force 10 has agreed to cap its rates to \$850 per hour for Partners who ordinarily bill at \$850-  
2 \$950 per hour until January 1, 2024. Force 10's hourly rates are subject to adjustment (with notice to  
3 all parties and subject to the approval of the Court if objected to) on January 1, 2024 and each first day  
4 of January thereafter. Force 10 will be entitled to reimbursement of reasonable out of pocket costs  
5 incurred in its services to the Committee, subject to any limits to such reimbursements applicable to  
6 chapter 11 cases in the Central District of California.

7 8. I understand that Force 10's compensation in this Bankruptcy Case is subject to approval  
8 of the Bankruptcy Court. Force 10 has not received, and will not receive, a retainer for its services in  
9 this Bankruptcy Case. Force 10 will file interim fee applications and eventually a final fee application,  
10 seeking final allowance of all fees and costs, in conformity with the requirements of §§ 330 and 331.

11 **Force 10 Is Disinterested**

12 9. Force 10 maintains a computerized database of its client matters. In connection with  
13 Force 10's proposed retention, Force 10 completed an internal conflicts check to ensure that Force 10  
14 does not have a conflict of interest that would prohibit it from representing the Committee in this matter.  
15 Specifically, Force 10 has researched its client database to determine whether it had any relationship  
16 with the Debtor, the Debtor's principals, the bankruptcy estate's professionals and proposed  
17 professionals, the secured creditors, the creditors on Debtor's List of Creditors Holding 20 Largest  
18 Unsecured Claims (as amended [Docket Nos. 6 & 122], and the Trustee.

19 10. To the best of my knowledge, information and belief, the following may be deemed  
20 "connections" that are required to be disclosed under Bankruptcy Rule 2014(a): Force 10 is currently  
21 employed as Electronic Document Manager in Case No. 8:19-bk 13560-CB, Egan Avenatti, LLP where  
22 Richard Marshack is the Chapter 7 Trustee. Previously, Force 10 has served as financial advisor and  
23 broker/investment banker to Richard Marshack in other cases where Mr. Marshack served as Trustee.  
24 Force 10 has also previously served as financial advisor to debtors who were represented by members  
25 of Mr. Marshack's law firm.

26 11. Force 10 is continuing to run a connections check of all creditors on the list of unsecured  
27 creditors. I will promptly file a supplemental disclosure to the extent Force 10 identifies any additional  
28 connections required to be disclosed herein.

12. Due to the size of Force 10's client base, Force 10 has represented, represents, or may represent in the future certain creditor clients in matters unrelated to this Bankruptcy Case. Force 10 will not represent any current creditor clients in connection with this Bankruptcy Case. In the event that an actual conflict arises, Force 10 will seek conflict waivers and take all appropriate actions to ensure there will be no ongoing actual conflict.

13. To the best of my knowledge, information and belief, Force 10, its members, and employees, are disinterested persons, as that term is defined in §§ 101(14), are not connected with the Debtor, its creditors, the Committee, any other party in interest, their attorneys or accounts, or to the estate, and have no relation to any bankruptcy judge presiding in this District, the Clerk of the Court, or the United States Trustee for this District or any pers employed by the Court or the Office of the United States Trustee. Force 10, its members, and employees do not represent or hold an adverse interest with respect to the Debtor, any creditor, the Committee or its members, or to the estate.

14. Force 10 has not been retained to assist any entity or person other than the Committee on matters related to, or in connection with, the Bankruptcy Case.

15. In addition, the estate does not owe Force 10 any amounts prior to the Petition Date and, as such, Force 10 is not a prepetition creditor of the Debtor or its estate.

I declare, under penalty of perjury, that the foregoing is true and correct.

Executed on September 19, 2023, at Irvine, California.



Adam Meislik



**Exhibit A**

Michael A. Sweet (SBN 184345)  
Keith C. Owens (SBN 184841)  
Nicholas A. Koffroth (SBN 287854)  
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Counsel For Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT**  
**CENTRAL DISTRICT OF CALIFORNIA**  
**SANTA ANA DIVISION**

In re:

THE LITIGATION PRACTICE GROUP,  
P.C.,

Debtor.

Chapter 11

Case No. 8:23-bk-10571-SC

**ORDER AUTHORIZING EMPLOYMENT OF  
FORCE TEN PARTNERS, LLC AS  
FINANCIAL ADVISOR TO THE OFFICIAL  
COMMITTEE OF UNSECURED  
CREDITORS, EFFECTIVE AS OF  
SEPTEMBER 18, 2023**

*[No Hearing Required Pursuant to LBR 9013-  
1(o)]*

The Court, having considered the *Application for Order Authorizing Employment of Force Ten Partners, LLC as Financial Advisor to the Official Committee of Unsecured Creditors, Effective as of September 18, 2023* [Docket No. \_\_\_\_] (the “Application”)<sup>4</sup> filed by the Official Committee of Unsecured Creditors (the “Committee”), and the Court being satisfied that Force 10 does not represent any entity having an adverse interest in connection with the above-captioned case and is a “disinterested

<sup>4</sup> Unless otherwise defined herein, all capitalized terms shall have the definitions set forth in the Application.

1 person” as defined under 11 U.S.C. § 101(14); having found that notice of the Application is sufficient  
2 under the circumstances and that no further notice is required; and good cause appearing therefor,

3 **IT IS HEREBY ORDERED THAT:**

4 1. The Application is APPROVED.

5 2. The Committee is authorized to retain and employ Force 10 as financial advisor,  
6 effective as of September 18, 2023, at the expense of the estate pursuant to 11 U.S.C. § 1103(a).

7 3. Except as the Court may otherwise determine and direct, the compensation to be  
8 awarded to Force 10 shall be fixed by the Court after notice and a hearing as may be required by the  
9 §§ 330 and 331, the Federal Rules of Bankruptcy Procedure, the Local Bankruptcy Rules for the Central  
10 District of California, and the practice and procedure of this Court.

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**Exhibit B**



SEPTEMBER 2023

# INTRODUCTION TO FORCE 10 PARTNERS

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Firm Overview and Capabilities



# FORCE 10

PARTNERS

Force 10 is a nationally-recognized financial advisory firm that specializes in middle-market corporate restructuring, committee advisory, investment banking services, and other special situations.

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# F10 Overview

- **01** Force 10 excels in restructuring companies with troubled operations, excessive leverage, complex capital structures, and contentious litigation.
- **02** Our insights benefit from decades of collective experience in crafting and negotiating creative solutions to advance our clients' objectives.
- **03** Our corporate restructuring methodology is process-oriented, leveraging our professionals' finance, forensic accounting, and litigation know-how.
- **04** Close coordination with our clients and their professionals is the cornerstone of our approach to designing and implementing value-maximizing solutions, both in and out of court.

# Full Range Of Services

Our subject matter expertise is delivered to clients through the following core services:

## DEBTOR ADVISORY

We guide and operate companies through liquidity crises, strategic decisions, stakeholder negotiations, and reorganizations.

## CREDIT ADVISORY

We advise official and ad hoc committees of creditors, lenders, tort and litigation claimants in maximizing recoveries.

## INVESTMENT BANKING SERVICES

We execute corporate sales, asset divestitures, raise capital, and advise on capital structure.

## LITIGATION SUPPORT

We conduct due diligence, forensic accounting, financial analysis, expert testimony, and support litigation and other disputes.

## FIDUCIARY SERVICES

Our professionals are retained as independent board directors, CROs, Trustees, Assignees, and Receivers to provide leadership and accountability.

## FUND ADVISORY

We provide investment fund management services when investors or courts require replacing the investment manager or controlling party.



# Creditor Advisory

*A differentiated approach*

**We advise official and ad hoc committees of creditors, lenders, tort and litigation claimants in maximizing recoveries. Our team comprises professionals with committee, lending, and operator experience, who combine their knowledge of restructuring, M&A, and credit investing to navigate complex situations.**

## Experience

- » Represented over 100 committees in Chapter 11 proceedings
- » Significant credit underwriting and capital markets experience
- » Skilled in employing commercial and practical thinking to case resolution
- » Highly experienced in navigating loan covenant terms and past trends that influence creditor recovery

## Group Leadership



**Ed Kim**

Significant committee, credit, and leveraged finance experience



**Jorge González**

Substantial committee, credit, and transaction advisory experience



**Andre Artidiello**

Noteworthy committee, credit investing, and leveraged finance experience



**Committee Expertise**



**Recommendation-Focused**



**Restructuring Experience**



**Operator Perspective**

# Creditor Advisory

*Leading advisor of unsecured creditor committees*

**We bring a deep understanding of the steps needed to unlock value for unsecured creditors.**

**We have experience representing nearly 100 committees across highly complex, often contested Chapter 11 situations.**

FOCUS & EXPERTISE: Maximizing Value Across  
Key Creditor Committee Workstreams

A

## Plan Feasibility

Our approach to evaluating plan feasibility centers around:

- » Analyzing the Debtors historical and **projected financial statements**, key performance indicators, and leadership team
- » Examining the proposed **exit capital structure** and ability of the reorganized business to service its go-forward debt obligations
- » Constructing an **independent valuation** to ensure fair and adequate value is distributed to all plan stakeholders

B

## Sale Process

As ex-investment bankers, we supplement sale processes from the committee side by:

- » Conducting valuation analyses that **maximize an asset's realizable market value**
- » Running **broad but efficient sale processes** that unlock the entire universe of potential buyers
- » Leveraging industry relationships to **bolster interest** from otherwise inaccessible strategic and financial parties

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## Forensics / Investigation

We leverage our analytical experience to conduct thorough forensic investigations that:

- » Identify **potential causes of action**, including fraudulent conveyances, breach of fiduciary duty, and/or lender liability
- » Isolate pockets of **unencumbered value** that enhance unsecured recoveries
- » Analyze fraudulent transfers, cross-border payments, non-debtor subsidiaries, and other **complex matters**



*\*Includes selected experience from current and prior firms*

# FORCE 10

PARTNERS

Orange County | Los Angeles | Dallas | Las Vegas | Miami

## CORPORATE HEADQUARTERS

5271 California Avenue  
Suite 270  
Irvine, CA 92617

+1 949.357.2360  
[contact@force10partners.com](mailto:contact@force10partners.com)

## PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is 10250 Constellation Boulevard, Suite 900, Los Angeles, CA 90067.

A true and correct copy of the foregoing documents entitled: NOTICE OF APPLICATION AND APPLICATION FOR ORDER AUTHORIZING EMPLOYMENT OF FORCE TEN PARTNERS, LLC AS FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, EFFECTIVE AS OF SEPTEMBER 18, 2023; DECLARATION OF ADAM MEISLIK AND STATEMENT OF DISINTERESTED IN SUPPORT THEREOF on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

**1. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF):** Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On 9/19/2023, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

- **Eric Bensamochan** eric@eblawfirm.us, G63723@notify.cincompass.com
- **Ronald K Brown** ron@rkbrownlaw.com
- **Christopher Celentino** christopher.celentino@dinsmore.com, caron.burke@dinsmore.com
- **Shawn M Christianson** cmcintire@buchalter.com, schristianson@buchalter.com
- **Randall Baldwin Clark** rbc@randallbclark.com
- **Leslie A Cohen** leslie@lesliecohenlaw.com, jaime@lesliecohenlaw.com; clare@lesliecohenlaw.com
- **Daniel A Edelman** dedelman@edcombs.com, courtecl@edcombs.com
- **Christopher Ghio** christopher.ghio@dinsmore.com, Kristina.Heller@Dinsmore.com
- **Jeffrey I Golden** jgolden@go2.law, kadele@ecf.courtdrive.com; cbmeeker@gmail.com; lbracken@wgllp.com; gestrada@wgllp.com; go lden.jeffreyi.b117954@notify.bestcase.com
- **Richard H Golubow** rgolubow@wghlawyers.com, jmartinez@wghlawyers.com; svillegas@wghlawyers.com
- **D Edward Hays** ehays@marshackhays.com, ehays@ecf.courtdrive.com; kfrederick@ecf.courtdrive.com; cmendoza@marshackhays.com; cmend oza@ecf.courtdrive.com
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- **Yosina M Lissebeck** Yosina.Lissebeck@Dinsmore.com, caron.burke@dinsmore.com
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- **Kenneth Miskin** Kenneth.M.Miskin@usdoj.gov
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- **Olivia Scott** olivia.scott3@bclplaw.com
- **Jonathan Serrano** jonathan.serrano@dinsmore.com
- **Paul R Shankman** PShankman@fortislaw.com, info@fortislaw.com
- **Leslie Skorheim** leslie.skorheim@usdoj.gov
- **Andrew Still** astill@swlaw.com, kcollins@swlaw.com
- **United States Trustee (SA)** ustpreion16.sa.ecf@usdoj.gov
- **Sharon Z. Weiss** sharon.weiss@bclplaw.com, raul.morales@bclplaw.com, REC\_KM\_ECF\_SMO@bclplaw.com
- **Johnny White** JWhite@wrslawyers.com, jlee@wrslawyers.com; eweiman@wrslawyers.com

**2. SERVED BY UNITED STATES MAIL:** On 9/19/2023, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows.

Debtor

The Litigation Practice Group P.C.  
17542 17th St., Suite 100  
Tustin, CA 92780

**See attached for additional parties**

**3. SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL** (state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on September 19, 2023, I served the following persons and/or entities by personal delivery, mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

The Honorable Scott C. Clarkson  
United States Bankruptcy Court, Central District of California  
411 West Fourth Street, Suite 5130 / Courtroom 5C  
Santa Ana, CA 92701-4593

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

9/19/2023

Kimberly Hoang

/s/ Kimberly Hoang

Date

Printed Name

Signature

**Additional Parties Served by U.S. Mail**

**Creditors who have the 20 largest unsecured claims**

Debt Validation Fund II, LLC  
5075 Lower Valley Road,  
Atglen, PA 19310

MC DVI Fund 1, LLC; MC  
DVI Fund 2, LLC  
598 Cottonwood Dr.,  
Glenview, IL 60026

Validation Partners LLC  
1300 Sawgrass Pkwy, Ste. 110  
Sunrise, FL 33323

Marich Bein LLC  
99 Wall Street, Ste 2669  
New York, NY 10005

Business Centers of America  
1100 Sir Francis Drake Blvd,  
Ste 1, Kentfield, CA 94904

JP Morgan Chase  
3 Park Plaza, Ste 900  
Irvine, CA 92614

CA Franchise Tax Board  
PO Box 942857  
Sacramento, CA 94257-0511

Outsource Accelerator Ltd  
City Marque Limited  
Unit 8801-2 Bldg. 244-248  
Des Voeux Rd.  
Central Hong Kong

Collaboration Advisors  
400 Dorla Court  
Zephyr Cove, NV 89448

Anthem Blue Cross  
PO Box 511300  
Los Angeles, CA 90051-7855

Azevedo Solutions Groups, Inc.  
420 Adobe Canyon Rd.  
Kenwood, CA 95452

Debt Pay Pro  
1900 E Golf Road, Suite 550  
Schaumburg, IL 60173

1 Sharp Business Systems  
8670 Argent St  
2 Santee, CA 92071

3 Tustin Executive Center  
1630 S Sunkist Steet, Ste A  
4 Anaheim, CA 92806

5 Exela Enterprise Solutions  
2701 E. Grauwyler Road  
6 Irving, TX 75061

7 Netsuite-Oracle  
2300 Oracle Way  
8 Austin, TX 78741

9 Credit Reporting Service Inc  
548 Market St, Suite 72907  
10 San Francisco, CA 94104-5401

11 Document Fulfillment Services  
2930 Ramona Ave #100  
12 Sacramento, CA 95826

13 Executive Center LLC  
5960 South Jones Blvd  
14 Las Vegas, NV 89118

15 LexisNexus  
15500 B Rockfield Blvd  
16 Irvine, CA 92618

17  
**Secured Creditors**

18 Diverse Capital LLC  
19 323 Sunny Isles Blvd., Suite 503  
20 Sunny Isles, FL 33154

21 City Capital NY  
1135 Kane Concourse  
22 Bay Harbour Islands, FL 33154

Counsel for secured creditor Fundura Capital Group  
23 Mitchell B. Ludwig  
Knapp, Petersen & Clarke  
24 550 North Brand Blvd., Suite 1500  
25 Glendale, CA 91203

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